

1 WEIL, GOTSHAL & MANGES LLP
2 Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
3 Ray C. Schrock, P.C.
(ray.schrock@weil.com) (*pro hac vice*)
4 Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
5 Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
6 767 Fifth Avenue
7 New York, NY 10153-0119
8 Tel: 212 310 8000
Fax: 212 310 8007

9 KELLER & BENVENUTTI LLP
10 Tobias S. Keller (#151445)
(tkeller@kellerbenvenutti.com)
11 Jane Kim (#298192)
(jkim@kellerbenvenutti.com)
12 650 California Street, Suite 1900
13 San Francisco, CA 94108
14 Tel: 415 496 6723
Fax: 650 636 9251

15 *Proposed Attorneys for Debtors
and Debtors in Possession*

16 **UNITED STATES BANKRUPTCY COURT**
17 **NORTHERN DISTRICT OF CALIFORNIA**
18 **SAN FRANCISCO DIVISION**

19 **In re:**

20 **PG&E CORPORATION,**

21 **- and -**

22 **PACIFIC GAS AND ELECTRIC
COMPANY,**

23 **Debtors.**

24 Affects PG&E Corporation
25 Affects Pacific Gas and Electric
Company
26 Affects both Debtors

27 * *All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)
Chapter 11
(Lead Case)
(Jointly Administered)

**DECLARATION OF STEVE COLEMAN IN
SUPPORT OF MOTION TO REDACT DOCUMENTS
FILED IN SUPPORT OF MOTION OF DEBTORS
PURSUANT TO 11 U.S.C. § 365(a), FED. R. BANKR.
P. 6006, AND B.L.R. 6006-1 APPROVING THE
UTILITY'S ASSUMPTION OF CERTAIN
AGREEMENTS WITH QUANTA ENERGY
SERVICES, LLC**

[No Hearing Requested]

1 I, Steve Coleman, pursuant to section 1746 of title 28 of the United States Code, hereby declare
2 under penalty of perjury that the following is true and correct to the best of my knowledge, information,
3 and belief:

4 1. I am Senior Director of Sourcing at Pacific Gas and Electric Company (the “**Utility**” and,
5 together with PG&E Corporation, the “**Debtors**”). I joined the Utility in 1984 and held successive
6 leadership positions in supply chain roles before becoming a Director of Corporate Real Estate. In 2007,
7 I transitioned back to supply chain and sourcing roles and, in 2014, I was promoted to my current
8 position. I currently lead Electric Supply Chain and Sourcing Operations. I hold a bachelor’s degree in
9 labor studies from San Francisco State University and a master’s degree in business administration and
10 management from John F. Kennedy University.

11 2. I am knowledgeable and familiar with the Utility’s day-to-day operations and,
12 specifically, the sourcing of materials and services for the Utility’s electric distribution, transmission,
13 and generation, including the Utility’s relationship and contracts with Quanta Energy Services, LLC and
14 its affiliated companies (collectively, the “**Quanta Companies**”). I am authorized to submit this
15 Declaration on behalf of the Debtors. The facts set forth in this Declaration are based upon my personal
16 knowledge, my review of relevant documents, and information provided to me by the Debtors’ other
17 employees or the Debtors’ legal, restructuring, and financial advisors. If called upon to testify, I would
18 testify to the facts set forth in this Declaration.

19 3. This Declaration is submitted in support of the *Motion to Redact Documents Filed in*
20 *Support of Motion of Debtors Pursuant to 11 U.S.C. § 365(a), Fed. R. Bankr. P. 6006, and B.L.R. 6006-1*
21 *Approving the Utility’s Assumption of Certain Agreements with Quanta Energy Services, LLC*
22 (the “**Redaction Motion**”), filed concurrently herewith, which seeks authority to redact certain
23 commercially sensitive information set forth in the agreements between the Quanta Companies and the
24 Utility that are the subject of the *Motion of Debtors Pursuant to 11 U.S.C. § 365(a), Fed. R. Bankr. P.*
25 *6006, and B.L.R. 6006-1 Approving the Utility’s Assumption of Certain Agreements with Quanta Energy*
26 *Services, LLC* (the “**Quanta Assumption Motion**”), filed concurrently herewith.¹

27
28 ¹ Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to such
terms in the Quanta Assumption Motion.

4. The Quanta Companies are party to a number of contracts with the Utility; however, the Utility is only seeking approval to assume two specific contracts pursuant to the Quanta Assumption Motion, which are of immediate consequence to the Utility’s transmission systems and the work being conducted in connection with the Wildfire Safety Program: (i) the Transmission Inspection Agreement, dated as of December 20, 2018 (the “**TIA**”), and (ii) the Cross Cut Agreement, dated as of March 26, 2016 (the “**CCA**” and, together with the TIA, the “**Quanta Contracts**”). Redacted copies of the Quanta Contracts are annexed to the Quanta Assumption Motion as **Exhibit B** and **Exhibit C**, respectively.

5. In addition to the relevant terms governing the work and other critical services that have been, and will continue to be, performed by the Quanta Companies for the benefit of the Utility and its estate (which are described in detail in the Quanta Assumption Motion), the Quanta Contracts also contain commercially sensitive information related to costs and overhead calculations that the Quanta Companies have requested be redacted from publicly available filings in these Chapter 11 Cases.

6. The limited redacted information consists of equipment costs, overhead rates, and other cost inputs that form the basis of the pricing agreed to by the Quanta Companies under the agreements. The Quanta Companies operate in a competitive industry, which is often bid-based. Therefore, the Quanta Companies' rate structures are commercially sensitive information and, in recognition of this commercial sensitivity, the Debtors have agreed to seek to file the Quanta Contracts with the limited redactions described above.

Pursuant to 28 U.S.C. § 1746, I declare under the penalty of perjury, that the foregoing is true and correct.

Dated: April 3, 2019

Respectfully submitted,

By: /s/ Steve Coleman
Steve Coleman